OMB APPROVAL

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

O Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

Name and Address of Reporting Person*	2. Issuer Name and Ticker or Trading Symbol	3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)
The Williams Companies, Inc.	Williams Coal Seam Gas Royalty Trust ——— (WTU)	
(Last) (First) (Middle)	(W10)	_
	4. Statement for Month/Day/Year	5. If Amendment, Date of Original (Month/Day/Year)
One Williams Center	October 17, 2002	(220101124)
(Street)		_
	6. Relationship of Reporting Person(s) to Issuer (Check All Applicable)	7. Individual or Joint/Group Filing (Check Applicable Line)
Tulsa, OK 74172	O Director 🗵 10% Owner	
(City) (State) (Zip)	O Officer (give title below)	o Form Filed by More than One Reporting
	O Other (specify below)	Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see instruction 4(b)(v).

Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Sec- urities Beneficially Owned Following Reported Trans- action(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownershi (Instr. 4)	
		Code V	Amount	(A) or (D)	Price			
10/17/02		S	6,200	D	\$7.4918	71,700	D	
	10/17/02	10/17/02			Code V Amount Or (D)	Code V Amount (D) Price	Code V Amount (A) or	Code V Amount (A) Or (Instr. 3 and 4) (Instr. 4)

	Title of Derivative Security (Instr. 3)	2.	Conversion or Exercise Price of Derivative Security	3.	Transaction Date (Month/Day/Year)	3A.	Deemed Execution Date, if any (Month/Day/Year)	4.	Transaction Code (Instr. 8)	5.	Number of Deriv Acquired (A) or 1 (Instr. 3, 4 and 5)	
_									Code V		(A)	(D)

	Table II — Derivative Securities Acquired, Disposed of, or Beneficially Owned — Continued (e.g., puts, calls, warrants, options, convertible securities)												
6.	6. Date Exercisable and Expiration Date (Month/Day/Year)		7.	Title and Amount of Underlying Securit (Instr. 3 and 4)	ties		Price of Derivative Security (Instr. 5)	9.	Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10.	Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11.	Nature of Indirect Beneficial Ownership (Instr. 4)
	Date Exercisable	Expiration Date		Amoun Numbe Title Share	r of								
						_							
_						_							
Exp	planation of 1	Responses:											
			С	her S. Lawrence, <i>A</i> Williams Co					October 21,	2002			
				**Signature of	Repo	rtir	ng Person		Date				
_			-										

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).